

COUGHLIN STOIA GELLER
RUDMAN & ROBBINS LLP
JOHN K. GRANT (169813)
SHAWN A. WILLIAMS (213113)
MONIQUE C. WINKLER (213031)
AELISH M. BAIG (201279)
100 Pine Street, Suite 2600
San Francisco, CA 94111
Telephone: 415/288-4545
415/288-4534 (fax)
johng@csgrr.com
shawnw@csgrr.com
mwinkler@csgrr.com
abaig@csgrr.com

– and –

TRAVIS E. DOWNS III (148274)
KATHLEEN A. HERKENHOFF (168562)
BENNY C. GOODMAN III (211302)
MARY LYNNE CALKINS (212171)
655 West Broadway, Suite 1900
San Diego, CA 92101
Telephone: 619/231-1058
619/231-7423 (fax)
travisd@csgrr.com
kathyh@csgrr.com
bgoodman@csgrr.com
mcalkins@csgrr.com

SCHIFFRIN BARROWAY TOPAZ
& KESSLER LLP
LEE D. RUDY
ALISON K. CLARK
280 King of Prussia Road
Radnor, PA 19087
Telephone: 610/667-7706
610/667-7056 (fax)
lrudy@sbtclaw.com
aclark@sbtclaw.com

Co-Lead Counsel for Plaintiffs

[Additional counsel appear on signature page.]

UNITED STATES DISTRICT COURT
NORTHERN DISTRICT OF CALIFORNIA
SAN JOSE DIVISION

In re AGILE SOFTWARE CORPORATION)
DERIVATIVE LITIGATION)

Lead Case No. C-06-07434-JW

_____)

STIPULATION AND [PROPOSED] ORDER
REGARDING DISMISSAL OF ACTION

This Document Relates To:)

ALL ACTIONS.)

_____)

1 WHEREAS, all parties agree to dismissal of the above-entitled action without prejudice
2 pursuant to Federal Rule of Civil Procedure 41(a)(1);

3 THEREFORE, IT IS HEREBY STIPULATED AND AGREED by and among the parties,
4 through their respective counsel of record, as follows:

- 5 1. Plaintiffs dismiss this action against defendants without prejudice; and
- 6 2. Each party shall bear its own costs and attorneys' fees.

7 IT IS SO STIPULATED.

8 DATED: February 20, 2008

COUGHLIN STOIA GELLER
RUDMAN & ROBBINS LLP
JOHN K. GRANT
SHAWN A. WILLIAMS
MONIQUE C. WINKLER
AELISH M. BAIG
100 Pine Street, Suite 2600
San Francisco, CA 94111
Telephone: 415/288-4545
415/288-4534 (fax)

COUGHLIN STOIA GELLER
RUDMAN & ROBBINS LLP
TRAVIS E. DOWNS III
KATHLEEN A. HERKENHOFF
BENNY C. GOODMAN III
MARY LYNNE CALKINS

18 s/ KATHLEEN A. HERKENHOFF
KATHLEEN A. HERKENHOFF

655 West Broadway, Suite 1900
San Diego, CA 92101
Telephone: 619/231-1058
619/231-7423 (fax)

SCHIFFRIN BARROWAY TOPAZ
& KESSLER LLP
LEE D. RUDY
ALISON K. CLARK
280 King of Prussia Road
Radnor, PA 19087
Telephone: 610/667-7706
610/667-7056 (fax)

SCHIFFRIN, BARROWAY, TOPAZ
& KESSLER, LLP
ALAN R. PLUTZIK
NICHOLE BROWNING
125 Oak Grove Road, Suite 120
Walnut Creek, CA 94598
Telephone: 925/945-0200
925/945-8792 (fax)

Co-Lead Counsel for Plaintiffs

I, Kathleen A. Herkenhoff, am the ECF User whose ID and password are being used to file this Stipulation and [Proposed] Order Regarding Dismissal of Action. In compliance with General Order 45, X.B., I hereby attest that Jonathan B. Gaskin has concurred in this filing.

DATED: February 20, 2008

ORRICK, HERRINGTON & SUTCLIFFE LLP
JAMES N. KRAMER
JONATHAN B. GASKIN
BENJAMIN P. VAN HOUTEN
LUCY E. BUFORD

s/ JONATHAN B. GASKIN
JONATHAN B. GASKIN

The Orrick Building
405 Howard Street
San Francisco, CA 94105
Telephone: 415/773-5700
415/773-5759 (fax)

Attorneys for Defendants

* * *

ORDER

PURSUANT TO THE STIPULATION REGARDING DISMISSAL OF ACTION FILED
BY THE PARTIES:

1. The above-entitled action is dismissed against defendants without prejudice; and

2. Each party shall bear its own costs and attorneys' fees.

IT IS SO ORDERED.

DATED: _____

THE HONORABLE JAMES WARE
UNITED STATES DISTRICT JUDGE

S:\CasesSD\Agile Software Derivative\S_O00049185_Dismissal.doc

CERTIFICATE OF SERVICE

I hereby certify that on February 20, 2008, I electronically filed the foregoing with the Clerk of the Court using the CM/ECF system which will send notification of such filing to the e-mail addresses denoted on the attached Electronic Mail Notice List, and I hereby certify that I have mailed the foregoing document or paper via the United States Postal Service to the non-CM/ECF participants indicated on the attached Manual Notice List.

I certify under penalty of perjury under the laws of the United States of America that the foregoing is true and correct. Executed on February 20, 2008.

s/ KATHLEEN A. HERKENHOFF
KATHLEEN A. HERKENHOFF

COUGHLIN STOIA GELLER
RUDMAN & ROBBINS LLP
655 West Broadway, Suite 1900
San Diego, CA 92101-3301
Telephone: 619/231-1058
619/231-7423 (fax)

E-mail:KathyH@csgrr.com

Mailing Information for a Case 5:06-cv-07434-JW

Electronic Mail Notice List

The following are those who are currently on the list to receive e-mail notices for this case.

- **Lucy Edmond Buford**
lbuford@orrick.com
- **Travis E. Downs , III**
travisd@csgrr.com,e_file_sd@csgrr.com
- **Jonathan B. Gaskin**
jgaskin@orrick.com,mticzon@orrick.com
- **Kathleen Ann Herkenhoff**
kathyh@csgrr.com,e_file_sd@csgrr.com
- **James Neil Kramer**
jkramer@orrick.com
- **William S. Lerach**
e_file_sf@lerachlaw.com
- **Alan Roth Plutzik**
aplutzik@bramsonplutzik.com
- **Benjamin Paul Van Houten**
bvanhouten@orrick.com
- **Shawn A. Williams**
shawnw@csgrr.com,khuang@csgrr.com,moniquew@csgrr.com,e_file_sf@csgrr.com,cwood@csgrr.com,travisd@csgrr.com
- **Monique C. Winkler**
shawnw@csgrr.com,travisd@csgrr.com,e_file_sd@csgrr.com,E_File_SF@csgrr.com

Manual Notice List

The following is the list of attorneys who are **not** on the list to receive e-mail notices for this case (who therefore require manual noticing). You may wish to use your mouse to select and copy this list into your word processing program in order to create notices or labels for these recipients.

Darren Jay Robbins
Coughlin Stoia Geller Rudman & Robbins LLP
655 West Broadway
Suite 1900
San Diego, CA 92101